

MC GEE, HANKLA, & BACKES

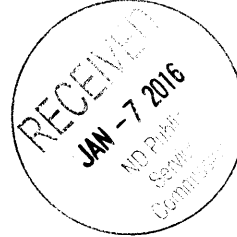
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January 6, 2016

Mr. Darrell Nitschke
Executive Secretary
North Dakota Public Service Commission
600 East Boulevard Avenue, Dept. 408
Bismarck, ND 58505-0480
Email: dnitschk@nd.gov

**Re: In the Matter of the Application of Dakota Access, LLC
for a Certificate of Site Compatibility and Route Permit
for the Dakota Access Pipeline Project/ NORTH DAKOTA
PIPELINE COMPANY LLC'S REVISION TO THE
PROPOSED ORDER SUBMITTED BY DAKOTA ACCESS, LLC
Case No. PU-14-842**

Mr. Nitschke:

Please find enclosed for filing the NORTH DAKOTA PIPELINE COMPANY LLC'S REVISION TO THE PROPOSED ORDER SUBMITTED BY DAKOTA ACCESS, LLC and BLAINE JOHNSON'S LETTER pursuant to N.D.A.C. § 69-02-01-03 in the matter described above. Please find the original and seven copies of the Revision of the Proposed Order and Blaine Johnson's Letter, as well as a Certificate of Service.

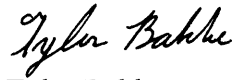
The included NORTH DAKOTA PIPELINE COMPANY LLC'S REVISION TO THE PROPOSED ORDER SUBMITTED BY DAKOTA ACCESS, LLC is intended to revise the Proposed Order Submitted by Dakota Access, LLC only as it relates to Paragraph 9 of the Applicant's Proposed Order, North Dakota Pipeline concurs with all other provisions of Applicants Proposed Order. Blaine Johnson's Letter is included to show Dakota Access's support of North Dakota Pipeline's revisions to Paragraph 9.

Mr. Darrell Nitschke
Page 2
January 6, 2016

If you have any questions or need any additional information, please contact me at your earliest convenience. Thank you.

Sincerely,

McGEE, HANKLA & BACKES, P.C.

A handwritten signature in black ink that reads "Tyler Bakke". The signature is written in a cursive style with a large initial 'T'.

Tyler Bakke

tbakke@mcgeelaw.com

NORTH DAKOTA PUBLIC SERVICE COMMISSION

In the Matter of the Application of Dakota Access, LLC for a Certificate of Site Compatibility and Route Permit for the Dakota Access Pipeline Project in Mountrail, Williams, McKenzie, Dunn, Mercer, Morton and Emmons Counties, North Dakota

Case No. PU-14-842

CERTIFICATE OF SERVICE

I hereby certify that true and correct copies of the following documents:

1. North Dakota Pipeline Company LLC's Revision to the Proposed Order Submitted by Dakota Access, LLC; and
2. Blaine Johnson's Letter.

were on January 6, 2016, filed with the North Dakota Public Service Commission and mailed and emailed to the following:

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Crowley Fleck, PLLP
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Wade C. Mann
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Dated this 6th day of January, 2016. McGEE, HANKLA & BACKES, PC

By: *Tyler Bakke*
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Representing: North Dakota Pipeline Company LLC

C R O W L E Y F L E C K PLLP
ATTORNEYS

Blaine T. Johnson
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PO Box 2798
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701.223.6585

January 5, 2016

Bryan Van Grinsven
Tyler Bakke
McGee, Hankla & Backes, PC
PO Box 998
2400 East Burdick Expressway, #100
Minot, ND 58702-0998

RE: Dakota Access, LLC
North Dakota Pipeline Company LLC
Dakota Access Pipeline Project
Case No. PU-14-842
Our File No. 31-536-001

via U.S. Mail and Email

Mssrs. Van Grinsven and Bakke:

On December 31, 2015, North Dakota Pipeline Company LLC proposed to Dakota Access, LLC the following revision to the Proposed Order submitted by Dakota Access, LLC in the above captioned matter, to wit:

9. Dakota Access shall locate its pipeline at least 50 feet from North Dakota Pipeline Company LLC's permitted routes as measured from the center line of pipeline to center line of pipeline, except in locations where agencies require a lesser distance or Dakota Access and North Dakota Pipeline Company mutually agree to an alternative arrangement. In those instances where 50 feet of separation cannot be maintained, the pipeline shall be located no less than 25 feet from the North Dakota Pipeline Company LLC's permitted routes, as measured from the center line of pipeline to center line of pipeline. Dakota Access will notify North Dakota Pipeline Company LLC of all locations where the proposed location of the Dakota Access pipeline would result in a center line to centerline separation of less than 50 feet or where the proposed location of Dakota Access's workspace will overlap existing North Dakota Pipeline Company LLC facilities. Before Dakota Access may begin construction in those identified areas, North Dakota Pipeline Company LLC shall be allowed to perform depth of cover surveys on the potentially affected North Dakota Pipeline Company facilities and only thereafter the parties shall coordinate and cooperate in establishing reasonable mitigation measures. Unless agencies require a lesser distance or it is infeasible to do so, Dakota Access will

maintain a minimum 25-foot buffer between the edge of its temporary workspace and existing North Dakota Pipeline Company LLC facilities. On a tract-by-tract basis, where North Dakota Pipeline Company LLC and Dakota Access show respective work space overlapping, Dakota Access and North Dakota Pipeline Company LLC shall coordinate with respect to construction and restoration activities on each particular tract to ensure the appropriate care and safety is applied, for the sake of the landowner and for existing energy transportation infrastructure. Dakota Access and North Dakota Pipeline Company LLC will continue to have a working communication plan for the construction of their respective pipelines to insure that temporary workspaces and spoil storage areas do not compromise the integrity of existing lines or construction schedules and that both pipelines will be installed and constructed in a safe and workmanlike manner and in accordance with established usual and customary industry practices. If construction occurs concurrently in that one-mile section (approximately Sandpiper milepost 8.9 to approximately milepost 10.0) where Dakota Access and North Dakota Pipeline Company LLC share a corridor, the interior line will be constructed first, with the company constructing the second or outermost line to perform and be responsible for the restoration work of any overlapping temporary workspace.

Dakota Access, LLC finds this proposal acceptable and consents to North Dakota Pipeline Company LLC filing the above revision to Paragraph 9 of the Applicant's Proposed Order with the North Dakota Public Service Commission for its consideration together with this letter evidencing the Applicant's support. It is further the understanding of Dakota Access, LLC that North Dakota Pipeline Company LLC concurs with all other provisions of the Applicant's Proposed Order.

Sincerely,

CROWLEY FLECK PLLP



Blaine T. Johnson

cc: Client

NORTH DAKOTA PIPELINE COMPANY LLC'S REVISION TO THE PROPOSED ORDER
SUBMITTED BY DAKOTA ACCESS, LLC

Order

The Commission orders:

9. Dakota Access shall locate its pipeline at least 50 feet from North Dakota Pipeline Company LLC's permitted routes as measured from the center line of pipeline to center line of pipeline, except in locations where agencies require a lesser distance or Dakota Access and North Dakota Pipeline Company mutually agree to an alternative arrangement. In those instances where 50 feet of separation cannot be maintained, the pipeline shall be located no less than 25 feet from the North Dakota Pipeline Company LLC's permitted routes, as measured from the center line of pipeline to center line of pipeline. Dakota Access will notify North Dakota Pipeline Company LLC of all locations where the proposed location of the Dakota Access pipeline would result in a center line to centerline separation of less than 50 feet or where the proposed location of Dakota Access's workspace will overlap existing North Dakota Pipeline Company LLC facilities. Before Dakota Access may begin construction in those identified areas, North Dakota Pipeline Company LLC shall be allowed to perform depth of cover surveys on the potentially affected North Dakota Pipeline Company facilities and only thereafter the parties shall coordinate and cooperate in establishing reasonable mitigation measures. Unless agencies require a lesser distance or it is infeasible to do so, Dakota Access will maintain a minimum 25-foot buffer between the edge of its temporary workspace and existing North Dakota Pipeline Company LLC facilities. On a tract-by-tract basis, where North Dakota Pipeline Company LLC and Dakota Access show respective work space overlapping, Dakota Access and North Dakota Pipeline Company LLC shall coordinate with respect to construction and restoration activities on each particular tract to ensure the appropriate care and safety is applied, for the sake of the landowner and for existing energy transportation infrastructure. Dakota Access and North Dakota Pipeline Company LLC will continue to have a working communication plan for the construction of their respective pipelines to insure that temporary workspaces and spoil storage areas do not compromise the integrity of existing lines or construction schedules and that both pipelines will be installed and constructed in a safe and workmanlike manner and in accordance with established usual and customary industry practices. If construction occurs concurrently in that one-mile section (approximately Sandpiper milepost 8.9 to approximately milepost 10.0) where Dakota Access and North Dakota Pipeline Company LLC share a corridor, the interior line will be constructed first, with the company constructing the second or outermost line to perform and be responsible for the restoration work of any overlapping temporary workspace.